

GENERAL ELECTRIC CAPITAL CORP  
Form 15-12B  
December 01, 2015

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**FORM 15**

**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION**  
**UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934**  
**OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934.**

**Commission File Number 001-06461**

**GENERAL ELECTRIC CAPITAL CORPORATION**

**(Exact name of registrant as specified in its charter)**

**901 Main Avenue,**  
**Norwalk, Connecticut 06851-1168**  
**(203) 840-6300**

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

**7.125% Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series A, \$0.01 par value, with a liquidation preference of \$100,000 per share ( Series A )**

**6.250% Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series B, \$0.01 par value, with a liquidation preference of \$100,000 per share ( Series B )**

**5.25% Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series C, \$0.01 par value, with a liquidation preference of \$100,000 per share ( Series C )**

(Title of each class of securities covered by this Form)

None

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

|                      |    |
|----------------------|----|
| Rule 12g-4(a)(1)     | .. |
| Rule 12g-4(a)(2)     | .. |
| Rule 12h-3(b)(1)(i)  | x  |
| Rule 12h-3(b)(1)(ii) | .. |
| Rule 15d-6           | .. |

|   |          |    |
|---|----------|----|
| Approximate number of holders of record as of the certification or notice date: | Series A | 77 |
|   | Series B | 83 |
|   | Series C | 63 |

Pursuant to the requirements of the Securities Exchange Act of 1934, General Electric Capital Corporation has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

GENERAL ELECTRIC CAPITAL CORPORATION

Date: December 1, 2015

By: /s/ Walter Ielusic

Name: Walter Ielusic

Title: Senior Vice President and Controller